

Chapter 11

Case No. 01-14311(REG)

Debtor.

Case No. 01-14312(REG)

Case No. 01-14312(REG)

Debtor.

TO ALL PERSONS AND ENTITIES WITH CLAIMS AGAINST THE DEBTORS:

PLEASE TAKE NOTICE, that on January 4, 2002 the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") entered an order (the "Bar Date Order") establishing **February 20, 2002 at 5:00 p.m. (E.D.T.)** (the "Bar Date") as the last date and time for the filing of proofs of claim against Magnesium Corporation of America ("Magcorp") or Renco Metals, Inc. ("Metals" and together with Magcorp, the "Debtors"). The Bar Date and the procedures set forth herein for the filing of proofs of claim apply to all claims against the Debtors that arose prior to August 2, 2001 (the "Petition Date").

Except as described below, the Bar Date Order requires all person and entities (including, persons, corporations, partnerships, estates, trusts, governmental units) that have or assert any Claim (as defined in section 101(5) of the Bankruptcy Code) against one or both of the Debtors to file a proof of Claim (a "Proof of Claim") with the Clerk of the Bankruptcy Court at the address and in the manner indicated below, so that such Proof of Claim is **actually received** on or before 5:00 p.m., eastern standard time, on February 20, 2002, the Bar Date.

WHO SHOULD FILE A PROOF OF CLAIM

UNDER SECTION 101(5) OF THE BANKRUPTCY CODE AND AS USED HEREIN, THE TERM "CLAIM" MEANS (A) RIGHT TO PAYMENT, WHETHER OR NOT SUCH RIGHT IS REDUCED TO JUDGMENT, LIQUIDATED, UNLIQUIDATED, FIXED, CONTINGENT, MATURED, UNMATURED, DISPUTED, UNDISPUTED, LEGAL, EQUITABLE, SECURED OR UNSECURED; OR (B) RIGHT TO AN EQUITABLE REMEDY FOR BREACH OF PERFORMANCE IF SUCH BREACH GIVES RISE TO A RIGHT TO PAYMENT, WHETHER OR NOT SUCH RIGHT TO AN EQUITABLE REMEDY IS REDUCED TO JUDGMENT, FIXED, CONTINGENT, MATURED, UNMATURED, DISPUTED, UNDISPUTED, SECURED OR UNSECURED.

Pursuant to the Bar Date Order, all person and entities (including, persons, corporations, partnerships, estates, trusts, governmental units) that have or assert any Claim against one or both of the Debtors that arose prior to the Petition Date and is not one of the other types of Claims described below must file a Proof of Claim on or before the Bar Date.

ACTS OR OMISSIONS, IF ANY, OF THE DEBTORS THAT OCCURRED PRIOR TO THE PETITION DATE, INCLUDING THE DEBTORS' INDEMNITY AGREEMENTS, GUARANTEES, OR SERVICES PROVIDED TO OR RENDERED BY THE DEBTORS, MAY GIVE RISE TO CLAIMS AGAINST THE DEBTORS NOTWITHSTANDING THE FACT THAT SUCH CLAIMS (OR THE INJURIES ON WHICH THEY ARE BASED) MAY BE CONTINGENT OR MAY NOT HAVE OCCURRED, MATURED OR BECOME FIXED OR LIQUIDATED PRIOR TO SUCH DATE. THEREFORE, ANY CREDITOR HAVING A CLAIM OR POTENTIAL CLAIM AGAINST THE DEBTORS, NO MATTER HOW REMOTE OR CONTINGENT, MUST FILE A PROOF OF CLAIM ON OR BEFORE THE BAR DATE.

Any persons or entities holding Claims in the following categories are NOT required to file a proof of claim on or before the Bar Date to assert such Claims:

- A. Any Claim that has already been asserted by a Proof of Claim that was properly filed with the Clerk of the Bankruptcy Court or the Magcorp Claims Docketing Center (as defined below) prior to the Bar Date utilizing a claim form which substantially conforms to Official Form No. 10;
- B. Any Claim that is: (a) listed on the Debtors' Schedules of Liabilities filed with the Bankruptcy Court on October 18, 2001 (the "Schedules of Liabilities"); and (b) whose claim is not described as being "disputed," "contingent," or "unliquidated;" and (c) not disputed by the holder of such Claim as to the amount or classification of such Claim as set forth in the Schedules of Liabilities;
- C. Any Claim allowed by an order of this Court entered on or before the Bar Date, or any claim, if any, arising from the rejection of an executory contract or unexpired lease, the Bar Date for which is governed by other orders of the Bankruptcy Court;
- D. Any Claim that is allowable under Sections 503(b) and 507(a)(1) of the Bankruptcy Code as expenses of administration in these Chapter 11 cases;
- E. Any intercompany Claim by and between the Debtors; and
- F. Any Claim that is exclusively for the repayment of principal and interest (a "Debt Claim") on or under the 11 ½% Senior Notes due July 1, 2003 (the "Senior Notes") issued pursuant to that certain indenture, dated July 1, 1996 (the "Indenture") by and among Metals, as Issuer, Magcorp and Sabel Industries, Inc. ("Sabel"), as guarantors, and State Street Bank and Trust Company, as successor trustee (the "Indenture Trustee").

Any holder of a Claim arising solely from the ownership of the common stock or other equity securities of the Debtors, need not file a Proof of Claim, but must file a Proof of Claim for any other Claim against one or both of the Debtors. Notwithstanding anything to the contrary, the Indenture Trustee must file a Proof of Claim, on or before the Bar Date, on account of the applicable Debt Claims on or under the Indenture.

If you hold a Claim that is not listed on the Schedules of Liabilities or is listed on the Schedules of Liabilities as contingent or unliquidated or disputed, you must file a proof of claim.

If you hold a Claim against both of the Debtors, you must file a proof of claim against each of the Debtors.

Each Proof of Claim filed must (i) be written in the English language; (ii) be denominated in lawful currency of the United States as of the Petition Date; (iii) conform substantially with Official Form No. 10; and (iv) specify the name and case number of the Debtor against which the Claim is being asserted.

CONSEQUENCES OF FAILING TO TIMELY FILE PROOF OF CLAIM

Any person or entity that is required to file a Proof of Claim, but that fails to do so in a timely manner, will be forever barred from asserting such Claim against the Debtors or their successors or assigns and shall not, with respect to such Claim, receive or be entitled to receive any payment or distribution of property from the Debtors, or their successors or assigns, with respect to such Claim.

RESERVATION OF RIGHTS

The Debtors reserve the right to dispute, object, assert offsets or defenses against any Proofs of Claim.

TIME AND PLACE FOR FILING PROOFS OF CLAIM

Except as provided for herein, Proofs of Claim must be filed so as to be received on or before 5:00 p.m. (E.D.T.) on February 20, 2002, at the following addresses (the "Magcorp Claims Docketing Center"):

IF SENT BY MAIL

Bankruptcy Services LLC
Magcorp Claims Processing
Bowling Green Station
P.O. Box 5213
New York, New York 10274-5213

IF SENT BY OVERNIGHT COURIER OR BY HAND

United States Bankruptcy Court
Southern District of New York
Magcorp Claims Processing
One Bowling Green
New York, New York 10004-1408

Note that Proofs of Claim will be deemed timely filed only if **actually received** by the Clerk of the Bankruptcy Court or the Magcorp Claims Docketing Center on or before the Bar Date. Proofs of Claim may not be delivered by facsimile or telecopy. If you wish to receive acknowledgement of receipt of your Proof of Claim, you must also submit a copy of your original Proof of Claim and a self-addressed, stamped envelope.

ADDITIONAL INFORMATION

If you have any questions regarding the meaning of this Notice or whether you should file a Proof of Claim, you should consult with your attorney. You may examine the Schedules of Liabilities to determine if and how your Claim is listed by the Debtors. To do so, you may view them during regular business hours at the Office of the Clerk of the Court, United States Bankruptcy Court, Southern District of New York, One Bowling Green, New York, New York 10004-1408 or on the Bankruptcy Court's docket for the Debtors' chapter 11 cases, which is posted on the Internet at www.nysb.uscourts.gov, or you may contact Anne Suffern, at Chadbourne & Parke LLP, the attorneys for the Debtors, at the address and telephone number listed below to arrange to view the Schedules of Liabilities at their offices during regular business hours.

If you require additional information or copies of the Bar Date Order or a form of Proof of Claim (Official Form No. 10), you may contact Bankruptcy Services LLC, the claims and noticing agent in these chapter 11 cases by telephone at (212) 376-8494 between the hours of 9:00 a.m. and 5:00 p.m. (E.D.T.) or by writing to Bankruptcy Services LLC as Agent for the United States Bankruptcy Court, Re: Magcorp, 70 East 55th Street, 6th Floor, New York, New York 10022 or by telefax to (212) 376-8989.

Dated: New York, New York
January 4, 2002

BY ORDER OF: HONORABLE ROBERT E. GERBER
UNITED STATES BANKRUPTCY JUDGE

Joseph H. Smolinsky
CHADBOURNE & PARKE LLP
30 Rockefeller Plaza
New York, New York 10112
Tel: (212) 408-5100
Fax: (212) 541-5369

Attorneys for the Debtors and Debtors in Possession

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK
RE: MAGCORP CLAIMS PROCESSING
P.O. Box 5213
BOWLING GREEN STATION
NEW YORK, NEW YORK 10274-5213

PROOF OF CLAIM

Name and Case Number of Debtor Against Which Claim is Held

In re: MAGNESIUM CORPORATION OF AMERICA

Chapter 11 Case No: 01-14312(REG)

NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.

Name and address of Creditor :
312010620
MARY ANN WRIGHT
ASSOCIATE DIRECTOR MINING
STATE OF UTAH DEPT OF NATL. RESRCS.
1594 W NORTH TEMPLE STE. 1210
SALT LAKE CITY, UT 84114-5801

Telephone number:

☐ Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

☐ Check box if you have never received any notices from the bankruptcy court in this case.

☐ Check box if the address differs from the address on the envelope sent to you by the court.

Your claim is listed on the debtor schedule as:

\$0.00 UNSECURED
UNLIQUIDATED
DISPUTED
-



Account or other number by which creditor identifies debtor:

Check here

☐ replaces
if this claim ☐ amends a previously filed claim, dated: _____

1. Basis for Claim

- ☐ Goods sold
☐ Services performed
☐ Money loaned
☐ Personal injury/wrongful death
☐ Taxes

- ☐ Retiree benefits as defined in 11 U.S.C. § 1114(a)
☐ Wages, salaries, and compensation (fill out below)
☐ Other _____ (explain)

Your SS#: _____

Unpaid compensation for services performed

from _____ (date) to _____ (date)

2. Date debt was incurred:

3. If court judgment, date obtained:

4. Total Amount of Claim at Time Case Filed: \$ _____

If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below.

- ☐ Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.

5. Secured Claim.

- ☐ Check this box if your claim is secured by collateral (including a right of setoff).

Brief Description of Collateral:

- ☐ Real Estate ☐ Motor Vehicle
☐ Other _____

Value of Collateral: \$ _____

Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ _____

6. Unsecured Priority Claim.

- ☐ Check this box if you have an unsecured priority claim

Amount entitled to priority \$ _____

Specify the priority of the claim:

- ☐ Wages, salaries or commissions (up to \$4,650), earned within 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(3).
☐ Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4).
☐ Up to \$2,100 of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(6).
☐ Alimony, maintenance, or support owed to a spouse, former spouse, or child - 11 U.S.C. § 507(a)(7).
☐ Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8).
☐ Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(____).

7. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.

8. Supporting Documents: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien.

DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.

9. Date-Stamped Copy: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.

THIS SPACE IS FOR COURT USE ONLY

Date

Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any):

000884

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In particular types of cases or circumstances such as bankruptcy cases that are not filed voluntarily by a debtor, there may be exceptions to these general rules.

DEFINITIONS

Debtor

The person, corporation, or other entity that has filed a bankruptcy case is called the debtor.

Creditor

A creditor is any person, corporation, or other entity to whom the debtor owed a debt on the date that the bankruptcy case was filed.

Proof of Claim

A form filed with the clerk of the bankruptcy court where the bankruptcy case was filed, to tell the bankruptcy court how much the debtor owed a creditor at the time the bankruptcy case was filed (the amount of the creditor's claim). This form must be filed with the clerk of the bankruptcy court where the bankruptcy case was filed

Secured Claim

A claim is a secured claim if the creditor has a lien on property of the debtor (collateral) that gives the creditor the right to be paid from that property before creditors who do not have liens on the property.

Examples of liens are a mortgage on real estate and a security interest in a car, truck, boat, television set or other item of property. A lien may have been obtained through a court proceeding before the bankruptcy case began. In some states a court judgment is a lien. In addition, to the extent a creditor also owes money to the debtor (has a right of setoff), the creditor's claim may be a secured claim. (See also *Unsecured Claim*)

Unsecured Claim

If a claim is not a secured claim it is an unsecured claim. A claim may be partly secured and partly unsecured if the property on which a creditor has a lien is not worth enough to pay the creditor in full.

Unsecured Priority Claim

Certain types of unsecured claims are given priority, so they are to be paid in bankruptcy cases before most other unsecured claims (if there is sufficient money or property available to pay these claims). The most common types of priority claims are listed on the proof of claim form. Unsecured claims that are not specifically given priority status by the bankruptcy laws are classified as *Unsecured Nonpriority Claims*.

Items to be completed in Proof of Claim form (if not already filled in)

Court, Name of Debtor and Case Number:

Fill in the name of the federal judicial district where the bankruptcy case was filed (for example, Central District of California), the name of the debtor in the bankruptcy case, and the bankruptcy case number. If you received a notice of the case from the court, all of this information is near the top of the notice.

Information about Creditor:

Complete the section giving the name, address, and telephone number of the creditor to whom the debtor owes money or property, and the debtor's account number, if any. If anyone else has already filed a proof of claim relating to this debt, if you never received notices from the bankruptcy court about this case, if your address differs from that to which the court sent notice, or if this proof of claim replaces or changes a proof of claim that was already filed, check the appropriate box on the form.

1. Basis for Claim:

Check the type of debt for which the proof of claim is being filed. If the type of debt is not listed, check "Other" and briefly describe the type of debt. If you were an employee of the debtor, fill in your social security number and the dates of work for which you were not paid.

2. Date Debt Incurred:

Fill in the date when the debt first was owed by the debtor.

3. Court Judgments:

If you have a court judgment for this debt, state the date the court entered the judgment.

4. Total Amount of Claim at Time Case Filed:

Fill in the total amount of the entire claim. If interest or other charges in addition to the principal amount of claim are included, check the appropriate place on the form and attach an itemization of the interest and charges.

5. Secured Claim:

Check the appropriate place if the claim is a secured claim. You must state the type and value of the property that is collateral for the claim, attach copies of the documentation of your lien, and state the amount past due on the claim as of the date the bankruptcy case was filed. A claim may be partly secured and partly unsecured. (See DEFINITIONS, above).

6. Unsecured Priority Claim:

Check the appropriate place if you have an unsecured priority claim, and state the amount entitled to priority. (See DEFINITIONS, above). A claim may be partly priority and partly nonpriority if, for example, the claim is for more than the amount given priority by the law. Check the appropriate place to specify the type of priority claim.

7. Credits:

By signing this proof of claim, you are stating under oath that in calculating the amount of your claim you have given the debtor credit for all payments received from the debtor.

8. Supporting Documents:

You must attach to this proof of claim form copies of documents that show the debtor owes the debt claimed or, if the documents are too lengthy, a summary of those documents. If documents are not available, you must attach an explanation of why they are not available.